

REMARKS

Status of Claims:

Claims 1-9 are cancelled. New claims 10-24 have been drafted to include features of previously pending claims 1-9 and have also been drafted to improve grammatical style and clarity. Thus, claims 10-24 are present for examination.

Claim Rejection Under 35 U.S.C. 112:

Claims 1-9 are rejected under 35 U.S.C. 112, second paragraph, as being indefinite for failing to particularly point out and distinctly claim the subject matter which applicant regards as the invention.

Claims 1-9 have been cancelled and, thus, the rejection is moot.

Claim Rejection Under 35 U.S.C. 102:

Claims 1-9 are rejected under 35 U.S.C. 102(e) as being anticipated by Marpe et al. (U.S. Patent Number 6,581,039) (hereinafter Marpe).

Claims 1-9 have been cancelled and, thus, the rejection is moot.

Claims 10-24 have been drafted to include features of previously pending claims 1-9 and have also been drafted to improve grammatical style and clarity. New claims 10-24 are similar to cancelled claims 1-9 and, thus, patentable difference of claims 10-24 with respect to the Marpe reference will now be discussed.

New independent claim 10 recites a system, comprising:

“an application service provider server, said application service provider server including a storage device;

a candidate enterprise terminal, said candidate enterprise terminal connected to said application service provider server by a communication network, said candidate enterprise terminal being configured to transmit at least **non-public business information** to said application service provider server, said non-public business information including at least **non-public financial, accounting, and tax information** of a candidate enterprise, said

application service provider server being configured to store said non-public business information in said storage device; and

a merger and acquisition brokering business entity terminal, said merger and acquisition brokering business entity terminal connected to said application service provider server by said communication network, said merger and acquisition brokering business entity terminal being configured to obtain said **non-public** business information from said application service provider server, said merger and acquisition brokering business entity terminal being further configured to **generate** a merger or acquisition proposal **based on said non-public business information**, said merger or acquisition proposal being a proposal that specifies terms for a merger or an acquisition related to said candidate enterprise.” (Emphasis Added).

A system including the above-quoted features has at least the advantages that: (i) a candidate enterprise terminal is configured to transmit at least **non-public business information** to an application service provider server, where the non-public business information includes at least **non-public financial, accounting, and tax information** of a candidate enterprise; (ii) a merger and acquisition brokering business entity terminal is configured to obtain the **non-public** business information from the application service provider server; and (iii) the merger and acquisition brokering business entity terminal is further configured to **generate** a merger or acquisition proposal **based on the non-public business information**, where the merger or acquisition proposal is a proposal that specifies terms for a merger or an acquisition related to the candidate enterprise. (Specification; page 7, lines 1-22; page 9, lines 6-29; page 12, line 16 to page 13, line 17; page 25, line 11 to page 26, line 14).

Marpe neither discloses nor suggests a system including the above-quoted features with: (i) a candidate enterprise terminal that is configured to transmit at least **non-public business information** to an application service provider server, where the non-public business information includes at least **non-public financial, accounting, and tax information** of a candidate enterprise; and (ii) a merger and acquisition brokering business entity terminal that is configured to obtain the **non-public** business information from the application service provider server and that is further configured to **generate** a merger or acquisition proposal **based on the non-public business information**, where the merger or

acquisition proposal is a proposal that specifies terms for a merger or an acquisition related to the candidate enterprise.

The Examiner points to the Navigation Chevron 200 and the Discussion Database of the system of Marpe as teaching the storing of business information including at least financial, accounting, and tax information for a candidate enterprise at an application service provider. (Marpe; FIG. 2, element 200; column 10, lines 38-39; column 13, lines 42-45).

However, the Navigation Chevron 200 in the system of Marpe is simply a navigation tool that that allows a user to navigate between, for example, html pages. (Marpe; FIG. 2; column 13, line 15 to column 14, line 55). The Navigation Chevron 200 in the system of Marpe is simply an image that when clicked on in specific locations provides links to various html pages. (Marpe; column 14, lines 30-55). Marpe provides an example in which the Navigation Chevron is the image “MainChevron.gif”, and then depending on where on the image a user clicks a mouse, the user is sent to one of the html pages of “Post-integration.htm”, “Consolid.htm”, “AssessAndStabiliz.html”, “Organize.htm”, and “MergerEng_Main.htm”. (Marpe; column 14, lines 30-55). Thus, the Navigation Chevron in the system of Marpe does not include business information, but is simply an image that defines links to html pages. (Marpe; FIG. 2; column 13, line 15 to column 14, line 55).

Moreover, the Discussion Database in the system of Marpe is similar to a bulletin board where users post information related to various topics and concepts. (Marpe; column 10, lines 28-29; column 14, line 56 to column 16, line 35). Marpe neither discloses nor suggests that the Discussion Database includes non-public financial, accounting, and tax information. Indeed, the Discussion Database in the system of Marpe is focused on issues such as transition management projects. (Marpe; FIG. 5; column 16, lines 11-35).

More importantly, the system of Marpe does not generate a merger or acquisition proposal based on the information in the Discussion Database. Instead, in the system of Marpe, users simply access the posts in the Discussion Database to read the information in the posts, which is similar to a bulletin board system. (Marpe; column 14, line 56 to column 16, line 35). The information in the Discussion Database is never used by the system of

Marpe to generate a merger or acquisition proposal. Indeed, it is likely that the Discussion Database in the system of Marpe is not even set up until a merger or acquisition has already been started, because the Discussion Database is part of the Merger and Acquisition Engine in the system of Marpe, and Marpe states that, “[t]he M&A Engine improves issue resolution during the transition by utilizing discussion databases to submit and/or answer issues, questions, topics, etc.” (Marpe; column 9, lines 51-65) (Emphasis Added). Thus, it appears that the Discussion Database in the system of Marpe is used for communication between merger participants during a transition period after a merger process has already been started. (Marpe; column 9, line 30 to column 10, line 36). As a consequence, the information in the Discussion Database in the system of Marpe is not used to generate a merger or acquisition proposal.

Therefore, new independent claim 10 is neither disclosed nor suggested by the Marpe reference and, hence, is believed to be allowable. Because they depend from independent claim 10, dependent claims 11-15 are believed to be allowable for at least the same reasons that independent claim 10 is believed to be allowable.

New dependent claim 11 recites the system of claim 10, further comprising:

“a second candidate enterprise terminal, said second candidate enterprise terminal connected to said application service provider server by said communication network, said second candidate enterprise terminal being configured to transmit at least second non-public business information to said application service provider server, said second non-public business information including at least non-public financial, accounting, and tax information of a second candidate enterprise, said application service provider server being configured to store said second non-public business information in said storage device;

wherein said merger and acquisition brokering business entity terminal is further configured to obtain said second non-public business information from said application service provider server; and

wherein said merger and acquisition brokering business entity terminal is further configured to generate said merger or acquisition proposal based on said non-public business information and based on said second non-public business information, said merger or acquisition proposal being a particular proposal that specifies terms for a particular merger or a particular

acquisition between said candidate enterprise and said second candidate enterprise.” (Emphasis Added).

A system including the above-quoted features has at least the additional advantages that: (i) a second candidate enterprise terminal is configured to transmit at least second non-public business information to the application service provider server; (ii) the merger and acquisition brokering business entity terminal is further configured to obtain the second non-public business information from the application service provider server; and (iii) the merger and acquisition brokering business entity terminal is further configured to generate the merger or acquisition proposal **based on the non-public business information and based on the second non-public business information**, where the merger or acquisition proposal is a particular proposal that specifies terms for a particular merger or a particular acquisition between the candidate enterprise and the second candidate enterprise.

Marpe neither discloses nor suggests a system in which: (i) a terminal obtains non-public business information related to a candidate enterprise from a server and obtains second non-public business information related to a second candidate enterprise from the server; and (ii) the terminal generates a merger or acquisition proposal **based on the non-public business information and based on the second non-public business information**, where the merger or acquisition proposal is a particular proposal that specifies terms for a particular merger or a particular acquisition between the candidate enterprise and the second candidate enterprise.

Therefore, new dependent claim 11 is believed to be allowable for at least that additional reason.

New independent claim 16 recites a method with features similar to features of a system of independent claim 10 and, thus, is believed to be allowable for at least the same reasons that independent claim 10 is believed to be allowable. Because they depend from independent claim 16, dependent claims 17-22 are believed to be allowable for at least the same reasons that independent claim 16 is believed to be allowable.

New independent claim 23 recites a storage medium storing a program for causing a merger and acquisition brokering business entity computer to execute a process with features similar to features of a system of independent claim 10. Therefore, independent claim 23 is believed to be allowable for at least the same reasons that independent claim 10 is believed to be allowable. Because it depends from independent claim 23, dependent claim 24 is believed to be allowable for at least the same reasons that independent claim 23 is believed to be allowable.

Conclusion:

Applicant believes that the present application is now in condition for allowance. Favorable reconsideration of the application as amended is respectfully requested.

The Examiner is invited to contact the undersigned by telephone if it is felt that a telephone interview would advance the prosecution of the present application.

The Commissioner is hereby authorized to charge any additional fees which may be required regarding this application under 37 C.F.R. §§ 1.16-1.17, or credit any overpayment, to Deposit Account No. 19-0741. Should no proper payment be enclosed herewith, as by a check being in the wrong amount, unsigned, post-dated, otherwise improper or informal or even entirely missing, the Commissioner is authorized to charge the unpaid amount to Deposit Account No. 19-0741.

If any extensions of time are needed for timely acceptance of papers submitted herewith, Applicant hereby petitions for such extension under 37 C.F.R. §1.136 and authorizes payment of any such extensions fees to Deposit Account No. 19-0741.

Respectfully submitted,

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